

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

Chapter 11

DELPHI CORPORATION, *et al.*,

Case No.: 05-44481 (RDD)

Debtors.

Jointly Administered

AUDIO MPEG, INC. and
SOCIETA' ITALIANA PER LO SVILUPPO
DELL'ELETTRONICA, S.I.SV.EL., S.p.A.,

Movants,

v.

DELPHI CORPORATION, *et al.*,

Respondents.

**ORDER GRANTING MOTION OF AUDIO MPEG, INC. AND SISVEL TO MODIFY
AUTOMATIC STAY TO PERFORM AUDIT UNDER LICENSE AGREEMENT**

Upon consideration of the motion ("Motion") of Audio MPEG, Inc. and Societa' Italiana per lo Sviluppo dell'Elettronica, S.I.SV.EL., S.p.A. (collectively, "Licensors") for entry of an Order modifying the automatic stay to perform the Audit;¹ due and proper notice of the Motion having been given and no further notice is necessary; no objections to the Motion having been received; and this Court finding that cause exists pursuant to 11 U.S.C. § 362(d)(1) to modify the automatic stay;

NOW, THEREFORE, IT IS

¹ All capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

ORDERED that the automatic stay provided for in 11 U.S.C. § 362(a) is inapplicable to the performance of the Audit but it shall be modified nonetheless to permit the Licensors to perform the Audit in accordance with the terms of the License Agreement.

Dated: _____, 2008
New York, NY

ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

cc: Counsel for Licensors
Counsel for the Debtors